

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

OCTOBER 25, 2006

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 667074
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 109,155.25
TOTAL SUPPORT SERVICES AND CHARGES	\$ 64,069.56
TOTAL AMOUNT OF THIS INVOICE	\$ 173,224.81
LESS 20% HOLDBACK FEE	\$ (21,831.05)
BALANCE DUE	\$ 151,393.76

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

*Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice*

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

October 25, 2006

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 667074
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

=====

FOR PROFESSIONAL SERVICES RENDERED THROUGH OCTOBER 31, 2006

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
<u>Group: Attorney</u>			
09/01/06	D AMBERKAR	DRAFT AND REVISE DECLARATION FOR C. MCWEE	2.00
09/01/06	R JANGER	COMMUNICATIONS WITH J. KASTIN REGARDING BRIEF	.20
09/02/06	JI KOHN	REVIEW COURT ORDER AND OTHER DOCUMENTS	.30
09/05/06	B GOLDSTEIN	REVIEW FINANCIAL INFORMATION TO PREPARE REBUTTAL DECLARATIONS	1.20
09/05/06	B GOLDSTEIN	REVIEW MEET AND CONFER REPORT AND PROPOSED 5TH AMENDED SCHEDULING ORDER SUBMITTED TO COURT	.30
09/05/06	B GOLDSTEIN	PARTICIPATE ON CONFERENCE CALL WITH TRIAL TEAM TO DISCUSS STATUS OF VARIOUS TRIAL PREPARATION PROJECTS FOR RESUMPTION OF SECTION 1113 HEARING	.80
09/05/06	B GOLDSTEIN	REVIEW AND ANALYZE MOTIONS TO APPROVE UNION SETTLEMENTS FROM TOWER SECTION 1113 CASE	2.70

Client: DELPHI CORPORATION September 2006 Invoice Pg 3 of 18
 Matter: SECTION 1113/1114 ADVICE OCTOBER 25, 2006
 File No.: 0207998-00001 Invoice 667074
 Page No. 2

DATE	NAME	DESCRIPTION	HOURS
09/05/06	D AMBERKAR	DRAFT AND REVISE DECLARATION FOR C. MCWEE	1.00
09/05/06	J KASTIN	CONFERENCE CALL WITH SKADDEN REGARDING TRIAL PREPARATION	.90
09/05/06	J KASTIN	CONTINUE OUTLINE OF POST-HEARING BRIEF	.50
09/05/06	JI KOHN	ATTEND CONFERENCE CALL WITH TRIAL TEAM REGARDING TRIAL PREPARATION	.80
09/05/06	JI KOHN	REVIEW DOCUMENTS REGARDING TRIAL PREPARATION	.40
09/05/06	M JANIAC OLIVER	DRAFT SHELL QUICK DECLARATION	1.60
09/05/06	R JANGER	DELPHI CONFERENCE CALL REGARDING TRIAL PREPARATION	.50
09/05/06	RA SIEGEL	DTM CONFERENCE CALL MEETING	3.00
09/05/06	TA JERMAN	ATTEND CONFERENCE CALL WITH SKADDEN REGARDING HEARING PREPARATION	1.00
09/05/06	TA JERMAN	TELEPHONE CONFERENCES, E-MAILS WITH SKADDEN, DELPHI, OMM ATTORNEYS REGARDING NEGOTIATIONS, HEARING	.80
09/05/06	TA JERMAN	DRAFT / REVISE OUTLINE OF POST-HEARING BRIEF	2.20
09/06/06	B GOLDSTEIN	REVIEW MOTION PAPERS FILED BY TOWER SEEKING APPROVAL OF AMENDMENTS TO UNION COLLECTIVE BARGAINING AGREEMENTS IN CONNECTION WITH SECTION 1113 HEARING	1.80
09/06/06	B GOLDSTEIN	WORK ON CROSS-EXAM OUTLINES FOR IUE AND IUOE WITNESSES	3.20
09/06/06	B GOLDSTEIN	ANALYSIS OF ORDER APPROVING DELTA MOTION TO TERMINATE PILOT'S PENSION PLAN (.3)	.30
09/06/06	J KASTIN	REVIEW CORRESPONDENCE AND RESEARCH FOR ARGUMENT IN SUPPORT OF OPPOSITION TO THE IAM/IBEW'S RULE 7052 MOTION	.40

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

September 2006 Invoice Pg 4 of 18

OCTOBER 25, 2006
 Invoice 667074
 Page No. 3

DATE	NAME	DESCRIPTION	HOURS
09/06/06	J KASTIN	REVIEW HEARING TRANSCRIPT IN PREPARATION FOR RESUMPTION OF 1113/1114 HEARING; CORRESPONDENCE WITH T. JERMAN AND L. WILSON REGARDING SAME	1.30
09/06/06	J KASTIN	REVIEW MATERIALS IN PREPARATION FOR TRIAL RESUMPTION AND POST HEARING BRIEF; CORRESPONDENCE WITH M. OLIVER JANIAK AND D. AMBEKAR REGARDING REBUTTAL DECLARATIONS	1.10
09/06/06	TA JERMAN	TELEPHONE CONFERENCE WITH SKADDEN, DELPHI FINANCE REGARDING LABOR COST PROJECTIONS	1.20
09/06/06	TA JERMAN	CONFERENCES, TELEPHONE CONFERENCES, E-MAILS WITH SKADDEN, DELPHI, OMM ATTORNEYS REGARDING NEGOTIATIONS, HEARING	1.50
09/06/06	TA JERMAN	DRAFT / REVISE OUTLINE OF POST-HEARING BRIEF	3.40
09/06/06	TA JERMAN	REVIEW / ANALYZE TOWER AUTO MOTION	.70
09/07/06	B GOLDSTEIN	REVIEW REVISED DRAFT OF MEMORANDUM REGARDING PENSION	.40
09/07/06	B GOLDSTEIN	REVIEW DOCUMENTS TO PREPARE REBUTTAL DECLARATIONS AND CROSS EXAMINATION OUTLINES FOR BARGAINING WITNESSES	2.70
09/07/06	J KASTIN	DRAFT AND REVISE OUTLINE FOR POST-HEARING BRIEF	1.20
09/07/06	JI KOHN	COMMUNICATIONS WITH OMM TEAM; REVIEW DOCUMENTS AND PREPARE FOR TRIAL, INCLUDING REVIEW OF COURT PAPERS AND NEGOTIATING HISTORY	1.30
09/07/06	M JANIAK OLIVER	CALL WITH B. GOLDSTEIN REGARDING DRAFTING QUICK DECLARATION	.20
09/07/06	TA JERMAN	REVIEW / ANALYZE GM DEAL ANALYSIS, IUE PRESENTATION, IUE PROPOSALS, UCC PRESENTATION	2.40

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

September 2006 Invoice Pg 5 of 18

OCTOBER 25, 2006

Invoice 667074

Page No. 4

DATE	NAME	DESCRIPTION	HOURS
09/07/06	TA JERMAN	CONFERENCES, TELEPHONE CONFERENCES, E-MAILS WITH SKADDEN, DELPHI, OMM ATTORNEYS REGARDING FINANCIAL UPDATES, NEGOTIATIONS, HEARING	2.30
09/07/06	TA JERMAN	REVIEW / ANALYZE LEGAL MEMORANDA REGARDING POST-HEARING BRIEF	2.80
09/08/06	B GOLDSTEIN	WORK ON CROSS EXAMINATION OUTLINES FOR BARGAINING WITNESSES IN CONNECTION WITH SECTION 1113 HEARING	2.80
09/08/06	B GOLDSTEIN	CONTINUED REVIEW AND ANALYSIS OF TOWER SETTLEMENT ISSUES REGARDING SECTION 1113 HEARING	1.50
09/08/06	JI KOHN	TRIAL PREPARATION; REVIEW DEPOSITIONS AND OUTLINES	1.20
09/08/06	R JANGER	REVIEW AND ANALYZE INVOICES	.90
09/08/06	TA JERMAN	CONFERENCES, TELEPHONE CONFERENCES, E-MAILS WITH SKADDEN, DELPHI, OMM ATTORNEYS REGARDING HEARING PREP	.50
09/09/06	JI KOHN	TRIAL PREPARATION	.30
09/09/06	TA JERMAN	DRAFT / REVISE OUTLINE OF POST-HEARING BRIEF	4.50
09/10/06	J KASTIN	CONTINUE DRAFTING POST-HEARING BRIEF OUTLINE	1.20
09/10/06	JI KOHN	HEARING PREPARATION	3.80
09/10/06	M JANIAK OLIVER	REVISE QUICK THIRD SUPPLEMENTAL DECLARATION	.50
09/10/06	TA JERMAN	PREPARE FOR HEARING	4.70
09/11/06	B GOLDSTEIN	CONFERENCE CALL WITH TEAM TO DISCUSS TRIAL STRATEGY FOR SECTION 1113 HEARING	.60
09/11/06	B GOLDSTEIN	REVIEW AND ANALYZE NEWLY DESIGNATED UNION EXHIBITS IN CONNECTION WITH PREPARING FOR SECTION 1113 HEARING	3.20
09/11/06	J KASTIN	TELECONFERENCE WITH O'MELVENY TEAM REGARDING CASE STATUS AND TRIAL STRATEGY	.50

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

OCTOBER 25, 2006
 Invoice 667074
 Page No. 5

DATE	NAME	DESCRIPTION	HOURS
09/11/06	JI KOHN	INTERNAL CONFERENCE WITH J. KASTIN AND T. JERMAN; REVIEW DOCUMENTS; HEARING PREPARATION	2.50
09/11/06	JI KOHN	TELEPHONE CONFERENCE WITH OMM TRIAL TEAM	.60
09/11/06	M JANIAK OLIVER	REVISE QUICK THIRD SUPPLEMENTAL DECLARATION	1.80
09/11/06	M JANIAK OLIVER	REVIEW SUPPLEMENTAL IUE-CWA AND USW DECLARATIONS	.40
09/11/06	R JANGER	REVIEW AND ANALYZE DELPHI STATUS	.30
09/11/06	R JANGER	O'MELVENY & MYERS CALL REGARDING 1113 STATUS AND PROJECTS, AND FOLLOW UP WITH J. KASTIN	.90
09/11/06	RA SIEGEL	DTM CONFERENCE CALL	.50
09/11/06	RA SIEGEL	CONFERENCE CALL WITH J. KOHN, B. GOLDSTEIN, R. JANGER, J. KASTIN, T. JERMAN REGARDING CASE ISSUES, STRATEGY AND STATUS	1.00
09/11/06	TA JERMAN	ATTEND DTM MEETING	4.00
09/11/06	TA JERMAN	ATTEND CONFERENCE CALL WITH OMM ATTORNEYS REGARDING HEARING PREP	.50
09/11/06	TA JERMAN	TELEPHONE CONFERENCES, E-MAILS WITH B. SAX, SKADDEN, OMM ATTORNEYS REGARDING NEGOTIATIONS, 1113 HEARING	1.30
09/11/06	TA JERMAN	DRAFT / REVISE MEMORANDA TO J. BUTLER, B. SAX REGARDING 1113 ISSUES	2.30
09/12/06	B GOLDSTEIN	REVIEW AND ANALYZE REVISED SECTION 1113 PROPOSAL AND GM PROPOSALS IN CONNECTION WITH PREPARING UPDATED TRIAL CROSS OUTLINES AND SUPPLEMENTAL DECLARATIONS	4.20
09/12/06	B GOLDSTEIN	REVIEW AGENDA FOR MEET AND CONFER CONFERENCE AND ANALYZE UNIONS' COURT PAPERS OBJECTING TO SUPPLEMENTAL KECP MOTION	1.30

Client: DELPHI CORPORATION September 2006 Invoice Pg 7 of 18
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

OCTOBER 25, 2006

Invoice 667074

Page No. 6

DATE	NAME	DESCRIPTION	HOURS
09/12/06	J KASTIN	ATTEND MEET AND CONFER AND MEETINGS WITH SKADDEN AND OMM TRIAL TEAMS REGARDING SAME	2.40
09/12/06	J KASTIN	CORRESPONDENCE WITH R. JANGER, B. GOLDSTEIN AND J. KOHN REGARDING CASE STATUS	.60
09/12/06	JI KOHN	REVIEW COMMUNICATIONS; ATTEND MEETINGS WITH TRIAL TEAM; ATTEND MEET AND CONFER MEETING	3.00
09/12/06	JI KOHN	HEARING PREPARATION	1.70
09/12/06	M JANIAK OLIVER	REVISE THIRD SUPPLEMENTAL DECLARATION OF BERNARD QUICK	.80
09/12/06	M JANIAK OLIVER	DRAFT E-MAIL TO B. GOLDSTEIN, J. KASTIN, R. JANGER REGARDING FINALIZING DECLARATIONS	.30
09/12/06	R JANGER	COMMUNICATIONS REGARDING DELPHI HEARING PREPARATIONS WITH J. KASTIN AND TEAM	.40
09/12/06	TA JERMAN	REVIEW / ANALYZE MATERIALS FROM DTM MEETING, DRAFT DECLARATIONS	2.60
09/12/06	TA JERMAN	ATTEND MEET-AND-CONFER	1.50
09/12/06	TA JERMAN	ATTEND CONFERENCE CALL WITH SKADDEN, OMM ATTORNEYS REGARDING HEARING PREP	.70
09/12/06	TA JERMAN	TELEPHONE CONFERENCES WITH B. SAX REGARDING NEGOTIATIONS, 1113 ISSUES	.80
09/13/06	B GOLDSTEIN	REVISE SUPPLEMENTAL DECLARATIONS FOR BARGAINING WITNESSES AND REVIEW BACKGROUND DOCUMENTS REGARDING FOREGOING TO PREPARE FOR SECTION 1113 HEARING	2.30
09/13/06	B GOLDSTEIN	REVIEW EMAIL CORRESPONDENCE REGARDING MEET AND CONFER AND UPDATES REGARDING SECTION 1113 HEARING	.40
09/13/06	J KASTIN	TELECONFERENCES WITH SKADDEN REGARDING CASE STATUS; REVIEW AND COMPILE MOST RECENT COLLECTIVE BARGAINING PROPOSALS FOR SUBMISSION TO THE COURT	1.10

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

September 2006 Invoice Pg 8 of 18

OCTOBER 25, 2006

Invoice 667074

Page No. 7

DATE	NAME	DESCRIPTION	HOURS
09/13/06	J KASTIN	TELECONFERENCES WITH B. GOLDSTEIN AND R. JANGER REGARDING CASE STATUS	.40
09/13/06	JI KOHN	HEARING PREPARATION; INTERNAL COMMUNICATIONS REGARDING MEET AND CONFER	1.80
09/13/06	M JANIAK OLIVER	ANALYZE MATERIALS FOR BINDERS REGARDING ALL PROPOSALS	.20
09/13/06	R JANGER	CONFERENCE WITH T. JERMAN REGARDING DELPHI STATUS	.20
09/13/06	R JANGER	COMMUNICATIONS WITH J. KOHN REGARDING DELPHI STATUS	.20
09/13/06	R JANGER	REVIEW AND ANALYZE DISCOVERY AND DECLARATION ISSUES	.60
09/13/06	R JANGER	DRAFT AND REVISE LETTER REGARDING UNION ISSUES AND COMMUNICATIONS WITH T. JERMAN REGARDING SAME	.80
09/13/06	TA JERMAN	TELEPHONE CONFERENCES, E-MAILS WITH DELPHI, SKADDEN, OMM ATTORNEYS REGARDING NEGOTIATIONS, 1113 HEARING	1.80
09/14/06	B GOLDSTEIN	REVIEW MEMO REPORT AND EMAIL CORRESPONDENCE REGARDING STATUS OF SECTION 1113 HEARING	.50
09/14/06	J KASTIN	TRAVEL TO AND FROM COURT FOR MEET AND CONFER AND STATUS CONFERENCE (BILL AT 50%)	.65
09/14/06	J KASTIN	ATTEND 1113/1114 MEET AND CONFER AND STATUS CONFERENCE	1.70
09/14/06	JI KOHN	REVIEW DOCUMENTS; PREPARE FOR CONFERENCE	.80
09/14/06	JI KOHN	TRAVEL TO AND FROM COURT FOR MEET AND CONFER, AND COURT HEARING (BILL AT 50%)	.50
09/14/06	JI KOHN	ATTEND MEET AND CONFER AND COURT HEARING	2.40
09/14/06	JI KOHN	REVIEW REPORT OF MEET AND CONFER	.20
09/14/06	M JANIAK OLIVER	ANALYZE DOCUMENTS FOR BINDERS OF ALL PROPOSALS BY UNION	.20

Client: DELPHI CORPORATION September 2006 Invoice Pg 9 of 18 OCTOBER 25, 2006
 Matter: SECTION 1113/1114 ADVICE Invoice 667074
 File No.: 0207998-00001 Page No. 8

DATE	NAME	DESCRIPTION	HOURS
09/14/06	R JANGER	REVIEW AND ANALYZE STATUS AND ADJOURNMENT AND PLANNING ISSUES	.20
09/14/06	TA JERMAN	ATTEND MEET-AND-CONFER, CONFERENCE WITH JUDGE	1.80
09/14/06	TA JERMAN	CONFERENCE WITH R. JANGER REGARDING UNION LETTERS	.30
09/14/06	TA JERMAN	TELEPHONE CONFERENCES, E-MAILS WITH DELPHI, SKADDEN, OMM ATTORNEYS REGARDING STATUS CONFERENCE, NEGOTIATIONS, 1113 HEARING	1.10
09/15/06	B GOLDSTEIN	REVIEW INFORMATION REGARDING HIRING OF TEMPORARY WORKERS AT IUE PLANTS	.50
09/15/06	JI KOHN	REVIEW DOCUMENTS	.80
09/15/06	TA JERMAN	CONFERENCE WITH R. JANGER REGARDING SPLINTER UNION REQUESTS	.30
09/16/06	JI KOHN	REVIEW MESABA DECISION	1.40
09/18/06	RA SIEGEL	DTM CONFERENCE CALL	.50
09/18/06	TA JERMAN	ATTEND DTM MEETING	2.70
09/18/06	TA JERMAN	REVIEW / ANALYZE RESPONSES TO UNION INFORMATION REQUESTS	.30
09/19/06	TA JERMAN	CONFERENCES, E-MAILS WITH DELPHI, OMM REGARDING NEGOTIATIONS, ATTRITION PROGRAM	.70
09/21/06	TA JERMAN	CONFERENCES, E-MAILS WITH DELPHI, OMM REGARDING NEGOTIATIONS, GM DISCUSSIONS	.40
09/22/06	J KASTIN	TELECONFERENCE WITH L. WILSON REGARDING BENEFITS DATA	.20
09/22/06	R JANGER	REVIEW AND ANALYZE DELPHI TASK CODE ISSUES	.20
09/22/06	S HAUF	DRAFT AND REVISE COMMUNICATIONS TO TEAM MEMBERS REGARDING NEW USE OF TASK CODES FOR BILLING	.20

Client: DELPHI CORPORATION

September 2006 Invoice Pg 10 of 18

OCTOBER 25, 2006

Matter: SECTION 1113/1114 ADVICE

Invoice 667074

File No.: 0207998-00001

Page No. 9

DATE	NAME	DESCRIPTION	HOURS
09/22/06	TA JERMAN	ATTEND CONFERENCE CALLS WITH DELPHI REGARDING OPEB, PENSION PROPOSAL	2.00
09/22/06	TA JERMAN	REVIEW / ANALYZE BENEFIT, PENSION PROPOSAL. FRAMEWORK AGREEMENT SUMMARY	1.40
09/22/06	TA JERMAN	CONFERENCES, E-MAILS WITH DELPHI, SKADDEN, OMM REGARDING NEGOTIATIONS, GM DISCUSSIONS	.50
09/24/06	TA JERMAN	ATTEND CONFERENCE CALL WITH J. BUTLER, K. BUTLER, B. SAX REGARDING STATUS OF NEGOTIATIONS	1.00
09/25/06	B GOLDSTEIN	REVIEW REVISED SCHEDULING ORDER AND EMAIL CORRESPONDENCE REGARDING FOREGOING	.50
09/25/06	JI KOHN	REVIEW COMMUNICATIONS FROM T. JERMAN REGARDING STATUS; REVIEW OTHER DOCUMENTS	.20
09/25/06	TA JERMAN	CORRESPOND WITH OMM ATTORNEYS REGARDING STATUS OF HEARING	.50
09/25/06	TA JERMAN	REVIEW / ANALYZE RESPONSES TO UNION INFORMATION REQUESTS	.30
09/26/06	JI KOHN	REVIEW DOCUMENTS	.10
09/27/06	JI KOHN	REVIEW SCHEDULING ORDER; INTERNAL CONFERENCE WITH J. KASTIN	.20
09/27/06	S HAUF	REVIEW AND ANALYZE ELECTRONIC LCC SUBMISSION FOR JULY	.20
09/28/06	B GOLDSTEIN	REVIEW AND ANALYZE FINAL PRESENTATION REPORT FOR CHANIN MEETING	.80
09/28/06	J KASTIN	TELECONFERENCE WITH J. KOHN, T. JERMAN AND R. JANGER REGARDING CASE STATUS	.20
09/28/06	JI KOHN	TRAVEL TO AND FROM COURT (BILL AT 50%)	.50
09/28/06	JI KOHN	ATTEND STATUS CONFERENCE	1.00
09/28/06	JI KOHN	TELEPHONE CONFERENCE WITH OMM TEAM REGARDING STATUS CONFERENCE UPDATE	.20
09/28/06	R JANGER	CONFERENCE WITH J. KOHN, J. KASTIN AND T. JERMAN REGARDING STATUS CONFERENCE	.10

Client: DELPHI CORPORATION

September 2006 Invoice Pg 11 of 18

OCTOBER 25, 2006

Matter: SECTION 1113/1114 ADVICE

Invoice 667074

File No.: 0207998-00001

Page No. 10

DATE	NAME	DESCRIPTION	HOURS
09/28/06	TA JERMAN	TELEPHONE CONFERENCE WITH J. KOHN REGARDING STATUS CONFERENCE, HEARING	.40
09/28/06	TA JERMAN	REVIEW / ANALYZE PRESENTATIONS TO IUE, CHANIN	1.30
09/29/06	JI KOHN	REVIEW DOCUMENTS	.70
09/29/06	R JANGER	REVIEW AND ANALYZE BILLING ISSUES	.40
09/29/06	S HAUF	REVIEW AND ANALYZE ELECTRONIC LCC SUBMISSION FOR JULY	.10
09/29/06	TA JERMAN	TELEPHONE CONFERENCE WITH B. SAX REGARDING NEGOTIATIONS, STATUS OF HEARING	.70
09/30/06	JI KOHN	REVIEW DOCUMENTS / PROPOSALS	1.50
* * Subtotal: ATTORNEY HOURS			154.15
<u>Group: Paralegal/Litigation Support</u>			
09/01/06	M WOO	DEPOSITION CITE CHECK	2.70
09/05/06	M WOO	ORGANIZE CASE DOCUMENTS	8.50
09/06/06	M WOO	UPDATE CASE ADMINISTRATIVE BINDER	.80
09/06/06	M WOO	RETRIEVE DOCUMENTS FOR ATTORNEY	.80
09/06/06	M WOO	ORGANIZE CASE DOCUMENTS	6.30
09/07/06	M WOO	ORGANIZE CASE DOCUMENTS	2.00
09/08/06	M WOO	ORGANIZE CASE DOCUMENTS	.50
09/11/06	M WOO	ORGANIZE CASE COURT DOCUMENTS	8.00
09/12/06	M WOO	UPDATE CASE ADMINISTRATIVE BINDER	.70
09/12/06	M WOO	ORGANIZE CASE COURT DOCUMENTS	3.10
09/14/06	M WOO	ORGANIZE AND UPDATE COURT CLIP	1.20
09/25/06	M WOO	UPDATE INDEX FOR COURT CLIP	.80

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

September 2006 Invoice Pg 12 of 18

OCTOBER 25, 2006

Invoice 667074

Page No. 11

=====

DATE	NAME	DESCRIPTION	HOURS
------	------	-------------	-------

* * Subtotal: PARALEGAL/LITIGATION SUPPORT HOURS 35.40

Group: Administrative/Other

09/06/06 KR WHITMAN RESEARCH AND OBTAIN MATERIALS FROM .50
 DELTA BANKRUPTCY.

09/07/06 M BROWNE ORGANIZE CASE COURT DOCUMENTS 2.80

* * Subtotal: ADMINISTRATIVE/OTHER HOURS 3.30

TOTAL CHARGEABLE HOURS ----- 192.85

FEES ----- \$109,155.25 *

SUPPORT SERVICES AND CHARGES

COPYING	1,023.35
TELEPHONE	.44
LOCAL TRAVEL	29.58
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	1,326.90
EXPERTS	61,668.39
OTHER	5.00
SCANNING SERVICES	15.90

TOTAL SUPPORT SERVICES AND CHARGES ----- \$64,069.56 *

TOTAL CURRENT INVOICE----- \$173,224.81 *

Outstanding Invoices as of November 15, 2006

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34
638272	12/20/05	540,113.64	490,247.62	.00	49,866.02
638343	12/19/05	245,585.48	222,521.68	.00	23,063.80
641868	01/23/06	262,916.97	238,645.72	.00	24,271.25
643162	02/24/06	364,408.39	329,324.32	.00	35,084.07

Client: DELPHI CORPORATION September 2006 Invoice Pg 13 of 18 OCTOBER 25, 2006
 Matter: SECTION 1113/1114 ADVICE Invoice 667074
 File No.: 0207998-00001 Page No. 12

Invoice	Date	Inv. Amount	Payments	Adj	Balance
644950	03/20/06	751,524.85	695,639.60	.00	55,885.25
650879	04/28/06	825,695.35	761,039.43	.00	64,655.92
652051	05/24/06	1,063,892.71	981,080.81	.00	82,811.90
654466	06/26/06	1,362,671.17	1,254,161.23	.00	108,509.94
659929	07/28/06	368,128.04	326,215.59	.00	41,912.45
660892	08/25/06	429,566.85	382,805.20	.00	46,761.65
663855	09/25/06	541,728.60	460,104.90	.00	81,623.70
667074	10/25/06	173,224.81	.00	.00	173,224.81

TOTAL PRIOR DUE ----- \$874,675.10 *

TOTAL AMOUNT DUE ----- \$1,047,899.91 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

September 2006 Invoice Pg 14 of 18

OCTOBER 25, 2006

Invoice 667074

Page No. 13

SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
<u>Group: Attorney</u>			
DEEPA AMBEKAR	3.00	310.00	\$930.00
BARRY H GOLDSTEIN	32.00	660.00	\$21,120.00
STACY HAUF	.50	280.00	\$140.00
RACHEL S JANGER	5.90	495.00	\$2,920.50
MELISSA JANIAK OLIVER	6.00	310.00	\$1,860.00
TOM A. JERMAN	59.20	725.00	\$42,920.00
JESSICA KASTIN	14.35	495.00	\$7,103.25
JEFFREY I. KOHN	28.20	795.00	\$22,419.00
ROBERT A. SIEGEL	5.00	735.00	\$3,675.00
	-----	-----	-----
* * Subtotal:	154.15		\$103,087.75
<u>Group: Paralegal/Litigation Support</u>			
MICHELLE WOO	35.40	160.00	\$5,664.00
	-----	-----	-----
* * Subtotal:	35.40		\$5,664.00
<u>Group: Administrative/Other</u>			
MONIFA BROWNE	2.80	95.00	\$266.00
KEITH R WHITMAN	.50	275.00	\$137.50
	-----	-----	-----
* * Subtotal:	3.30		\$403.50
* * GRAND TOTAL:	192.85		\$109,155.25

Client: DELPHI CORP September 2006 Invoice Pg 15 of 18

10/25/06

Matter: SECTION 1113/1114 ADVICE

File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
09/05/06	8	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 8	0.80
09/05/06	2	Pages: 2	0.20
09/05/06	8	Pages: 8	0.80
09/05/06	1	SPECIALTY PHOTOCOPYING AND OVERTIME BILLING COLOR COPIES-M.OLIVER-JANIAK	34.00
09/05/06	110	Pages: 110	11.00
09/05/06	86	COPYING (COPITRAK-INTERNAL) JANIAK OLIVER MELISSA Pages: 86	8.60
09/05/06	51	COPYING (COPITRAK-INTERNAL) JANIAK OLIVER MELISSA Pages: 51	5.10
09/05/06	1	Pages: 1	0.10
09/05/06	109	Pages: 109	10.90
09/05/06	1	Pages: 1	0.10
09/05/06	14	Pages: 14	1.40
09/05/06	11	Pages: 11	1.10
09/06/06	2	Pages: 2	0.20
09/06/06	54	Pages: 54	5.40
09/06/06	3	Pages: 3	0.30
09/06/06	90	Pages: 90	9.00
09/06/06	157	Pages: 157	15.70
09/06/06	49	Pages: 49	4.90
09/06/06	107	Pages: 107	10.70
09/07/06	84	Pages: 84	8.40
09/07/06	1	SPECIALTY PHOTOCOPYING AND OVERTIME BILLING T.JERMAN-COLOR COPIES	276.25
09/07/06	83	Pages: 83	8.30
09/07/06	23	Pages: 23	2.30
09/07/06	84	Pages: 84	8.40
09/07/06	157	Pages: 157	15.70
09/07/06	84	Pages: 84	8.40
09/07/06	2	Pages: 2	0.20
09/07/06	84	Pages: 84	8.40
09/07/06	34	Pages: 34	3.40
09/10/06	38	Pages: 38	3.80
09/10/06	34	Pages: 34	3.40
09/10/06	94	Pages: 94	9.40
09/10/06	62	Pages: 62	6.20
09/10/06	34	Pages: 34	3.40
09/10/06	29	Pages: 29	2.90
09/10/06	230	Pages: 230	23.00
09/10/06	47	Pages: 47	4.70
09/11/06	30	Pages: 30	3.00
09/11/06	2	Pages: 2	0.20
09/11/06	30	Pages: 30	3.00
09/11/06	48	Pages: 48	4.80
09/11/06	21	Pages: 21	2.10
09/11/06	34	Pages: 34	3.40
09/11/06	30	Pages: 30	3.00
09/11/06	34	Pages: 34	3.40

Client: DELPHI CORPORATION September 2006 Invoice Pg 16 of 18

10/25/06

Matter: SECTION 1113/1114 ADVICE

File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
09/11/06	29	Pages: 29	2.90
09/11/06	28	Pages: 28	2.80
09/11/06	157	Pages: 157	15.70
09/11/06	34	Pages: 34	3.40
09/12/06	85	Pages: 85	8.50
09/12/06	4	Pages: 4	0.40
09/12/06	13	Pages: 13	1.30
09/12/06	42	Pages: 42	4.20
09/12/06	3	Pages: 3	0.30
09/12/06	3	Pages: 3	0.30
09/12/06	5	Pages: 5	0.50
09/12/06	11	Pages: 11	1.10
09/12/06	7	Pages: 7	0.70
09/12/06	10	Pages: 10 LI EFFIE Pages: 1	1.00
09/12/06	19	Pages: 19	1.90
09/12/06	55	Pages: 55	5.50
09/12/06	32	Pages: 32	3.20
09/12/06	18	Pages: 18	1.80
09/12/06	35	Pages: 35	3.50
09/12/06	15	Pages: 15	1.50
09/12/06	2	Pages: 2	0.20
09/12/06	2	Pages: 2	0.20
09/12/06	5	Pages: 5	0.50
09/12/06	12	Pages: 12	1.20
09/12/06	99	Pages: 99	9.90
09/12/06	20	Pages: 20	2.00
09/12/06	10	Pages: 10	1.00
09/12/06	5	Pages: 5	0.50
09/12/06	10	Pages: 10	1.00
09/12/06	2	Pages: 2	0.20
09/12/06	1	Pages: 1	0.10
09/12/06	10	Pages: 10	1.00
09/12/06	10	Pages: 10	1.00
09/12/06	10	Pages: 10	1.00
09/12/06	22	Pages: 22	2.20
09/12/06	10	Pages: 10	1.00
09/12/06	36	Pages: 36	3.60
09/12/06	29	Pages: 29	2.90
09/12/06	5	Pages: 5	0.50
09/12/06	152	Pages: 152	15.20
09/12/06	6	Pages: 6	0.60
09/12/06	17	Pages: 17	1.70
09/13/06	48	Pages: 48	4.80
09/13/06	26	Pages: 26	2.60
09/13/06	456	Pages: 456	45.60
09/14/06	37	COPYING (COPITRAK-INTERNAL) NINO LINDA	3.70
		Pages: 37	
09/14/06	66	Pages: 66	6.60
09/15/06	54	Pages: 54	5.40
09/15/06	9	Pages: 9	0.90
09/15/06	107	Pages: 107	10.70
09/15/06	9	Pages: 9	0.90

Client: DELPHI CORPORATION September 2006 Invoice Pg 17 of 18

10/25/06

Matter: SECTION 1113/1114 ADVICE

File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
09/18/06	256	Pages: 256	25.60
09/18/06	99	Pages: 99	9.90
09/18/06	3	Pages: 3	0.30
09/18/06	29	Pages: 29	2.90
09/18/06	32	Pages: 32	3.20
09/18/06	1	Pages: 1	0.10
09/18/06	1	Pages: 1	0.10
09/18/06	152	Pages: 152	15.20
09/18/06	55	Pages: 55	5.50
09/18/06	99	Pages: 99	9.90
09/18/06	36	Pages: 36	3.60
09/18/06	85	Pages: 85	8.50
09/18/06	23	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 23	2.30
09/18/06	256	Pages: 256	25.60
09/18/06	12	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 12	1.20
09/18/06	35	Pages: 35	3.50
09/18/06	42	Pages: 42	4.20
09/18/06	85	Pages: 85	8.50
09/19/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
09/19/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
09/20/06	8	Pages: 8	0.80
09/20/06	4	Pages: 4	0.40
09/21/06	560	COPYING (COPITRAK-INTERNAL) GOLDSTEIQFZB Pages: 560	56.00
09/21/06	150	COPYING (COPITRAK-INTERNAL) GOLDSTEIQFZB Pages: 150	15.00
09/21/06	579	COPYING (COPITRAK-INTERNAL) GOLDSTEIN BARRY H Pages: 579	57.90
09/22/06	28	Pages: 28 FOOTE KATIE Pages: 1	2.80
09/22/06	242	COPYING (COPITRAK-INTERNAL) GOLDSTEIN BARRY H Pages: 242	24.20
09/26/06	1	Pages: 1	0.10
09/27/06	12	Pages: 12	1.20
09/28/06	23	Pages: 23	2.30
09/28/06	4	Pages: 4	0.40
09/28/06	30	Pages: 30	3.00
* * SUBTOTAL: COPYING			1,023.35

TELEPHONE

09/11/06	1	EXT: 2169 WALDORF, MD	TEL: 3012665605	0.09
09/13/06	1	EXT: 2169 CHICGOZN IL	TEL: 3124070974	0.26
09/13/06	1	EXT: 2169 MI MI	TEL: 2488131192 TROY,	0.09

*** * SUBTOTAL: TELEPHONE****0.44****LOCAL TRAVEL**

Client: DELPHI CORPORATION September 2006 Invoice Pg 18 of 18

10/25/06

Matter: SECTION 1113/1114 ADVICE

File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
09/28/06	1	LOCAL TRAVEL (TAXI)	29.58
* * SUBTOTAL: LOCAL TRAVEL			29.58
EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL			
09/25/06	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: JEFFREY I. KOHN 9/14 SUBWAY FARES TO/FROM CT	4.00
09/30/06	1	OUT-OF-TOWN TRAVEL (DIRECT BILL FIRM - AIRFARE) B GOLDSTEIN, LGA PIT LGA, 5979, 9/25	1,293.60
10/19/06	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: RACHEL S. JANGER 8/9 TAXI	29.30
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			1,326.90
EXPERTS			
10/19/06	1	EXPERTS (HOLD) - - VENDOR: PAYCRAFT CONSULTING, LLC T JERMAN-PROF SVC REND RE US LABOR MODELING SUPPORT-GES BUDGETING, TRAVEL EXP, 9/30	61,668.39
* * SUBTOTAL: EXPERTS			61,668.39
OTHER			
09/20/06	2	OTHER (INTERNAL BINDERY)	2.50
09/22/06	2	OTHER (INTERNAL BINDERY)	2.50
* * SUBTOTAL: OTHER			5.00
SCANNING SERVICES			
08/31/06	149	SCANNING SERVICES	14.90
09/07/06	2	SCANNING SERVICES (ACCURROUTE) Morris, Linda Pages: 5	0.20
09/11/06	5	SCANNING SERVICES (ACCURROUTE) Kastin, Jessica Pages: 5	0.50
09/20/06	3	SCANNING SERVICES (ACCURROUTE) Ambekar, Deepa Pages: 3	0.30
* * SUBTOTAL: SCANNING SERVICES			15.90
TOTAL			64,069.56